Wilson, Sons

WILSON SONS S.A.
Companhia Aberta
CNPJ N°33.130.691/0001-05
NIRE 33.3.00337431

ATA DA REUNIÃO EXTRAORDINÁRIA DO CONSELHO DE ADMINISTRAÇÃO

Data, Hora e Local: A reunião foi realizada em 04 de junho de 2025, às 09:30 horas, por videoconferência.

Convocação: Realizada nos termos do artigo 12, §2º do Estatuto Social da Companhia.

Presença: Presentes todos os membros do Conselho de Administração da Companhia Srs. Augusto Cezar Tavares Baião, Fernando Fleury Salek, Mauro Moreira, Cláudio Roberto Frischtak e José Francisco Gouvêa Vieira.

Mesa: Assumiu a presidência dos trabalhos o Sr. Augusto Cezar Tavares Baião, que convidou a mim, Roberta Carvalhal, para secretariá-lo.

Quórum e Instalação: Abertos os trabalhos, verificado o quórum com a presença de todos os membros do Conselho de Administração e validamente instalada a reunião, os Conselheiros presentes aprovaram a lavratura da presente ata na forma de sumário.

Ordem do Dia:

1) Eleger dois novos membros para compor o Conselho de Administração da Companhia.

Deliberações: Os membros do Conselho de Administração deliberaram por unanimidade, com voto favorável de todos os presentes, sobre as matérias descritas abaixo.

1) Em razão da renúncia dos Srs. **William Henry Salomon** e **Christopher Townsend** aos seus respectivos cargos no Conselho de Administração, a qual se tornou eficaz nesta data, conforme o disposto no "*Term of Transaction and Release*" e nos Termos de Renúncia, os membros do Conselho de Administração aprovaram, sem reservas, nos termos do artigo 11, parágrafo 6º do Estatuto Social da Companhia e do artigo 150 da Lei nº 6.404/76, a eleição dos seguintes novos membros efetivos, a fim de recompor os cargos vagos do Conselho de Administração, cujos mandatos se iniciarão em 4 de junho de 2025 e se encerrarão na data da primeira Assembleia Geral a ser realizada pela Companhia:

(i) **Sr. Hugues Ronan Favard**, francês, casado, contador, portador do passaporte nº 23EH95994, domiciliado na 12 14 Chemin Rieu, 1208, Genebra, Suíça; e

(ii) **Sr. Elber Alves Justo**, brasileiro, casado, administrador de empresas, portador do documento de identidade RG nº 14.945.651- SSP/SP, inscrito no CPF sob o nº 197.480.778-96, domiciliado na Avenida Ana Costa nº 291, 4º andar, Gonzaga, na cidade Santos, estado de São Paulo, CEP 11060-917.

Os novos membros do Conselho de Administração eleitos serão investidos nos seus cargos mediante assinatura dos respectivos termos de posse, nos quais ratificarão que preenchem os requisitos de elegibilidade aplicáveis nos termos da Lei nº 6.404/76 e da Resolução CVM nº 80/22, na forma da legislação aplicável.

DS
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CRF
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ACTB

Wilson, Sons

Fica registrado que a Companhia e os Srs. William Henry Salomon e Christopher Townsend outorgaram-se quitação mútua, irrestrita e irrevogável, nada mais podendo ser exigido, recebido ou reclamado, a qualquer título, em conexão, direta ou indiretamente, com os cargos ocupados pelos renunciantes no Conselho de Administração da Companhia, nos termos do "*Term of Transaction and Release*" celebrado entre a Companhia e os renunciantes.

Encerramento: Nada mais havendo a tratar, foram suspensos os trabalhos pelo tempo necessário para a lavratura desta ata, a qual foi lida, aprovada e assinada por todos os presentes.

Rio de Janeiro, 4 de junho de 2025.

DocuSigned by:
Augusto Cezar Tavares Baião
B8E0396C01824EA...

Augusto Cezar Tavares Baião

DocuSigned by:
Fernando Fleury Salek
A0BA3747A976414...

Fernando Fleury Salek

DocuSigned by:
051A72EB7D47412...

José Francisco Gouvêa Vieira

Signed by:
MAURO MOREIRA
7386E3735991496...

Mauro Moreira

Assinado por:
Cláudio Roberto Frischtak
047B07BC9D354F8...

Cláudio Roberto Frischtak

DocuSigned by:
Roberta Lourenço do Carvalhal Couto
2361A49DBD9D4ED...

Roberta Carvalhal

Secretária

(Esta página é parte integrante da ata da reunião do Conselho de Administração da Wilson Sons S.A. realizada em 4 de junho de 2025, às 09:30 horas.)

Certificado de Conclusão

Identificação de envelope: 2D6437C1-655D-4A1A-AAD4-CE81AB2771AE

Status: Concluído

Assunto: Assinatura - Reunião do Conselho de Administração da Wilson Sons S.A. de 04 de junho de 2025

Número da Requisição JO:

Envelope fonte:

Documentar páginas: 2

Certificar páginas: 5

Assinatura guiada: Ativado

Selo com EnvelopeId (ID do envelope): Ativado

Fuso horário: (UTC-03:00) Brasília

Assinaturas: 6

Rubrica: 6

Remetente do envelope:
Amanda Lopes Lopes
Rua da Quitanda, 86, 5º andar, sala 501
RJ, Rio de Janeiro 20091-005
amanda.silva@wilsonsons.com.br
Endereço IP: 189.112.164.126

Rastreamento de registros

Status: Original
04/06/2025 09:24:52

Portador: Amanda Lopes Lopes
amanda.silva@wilsonsons.com.br

Local: DocuSign

Eventos do signatário	Assinatura	Registro de hora e data
Augusto Cezar Tavares Baião cezar.baiao@wilsonsons.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by: Augusto Cezar Tavares Baião B8E0396C01824EA... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.112.164.126	Enviado: 04/06/2025 09:32:10 Visualizado: 04/06/2025 09:40:55 Assinado: 04/06/2025 09:41:11

Termos de Assinatura e Registro Eletrônico:
Aceito: 11/07/2022 16:55:42
ID: abcfbee1-eb4d-4dee-b659-e9d7eeea2458

Cláudio Roberto Frischtak claudio.frischtak@interb.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	Assinado por: Cláudio Roberto Frischtak 047B07BC9D354F8... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 179.218.228.226	Enviado: 04/06/2025 09:32:11 Visualizado: 04/06/2025 09:41:41 Assinado: 04/06/2025 09:43:09

Termos de Assinatura e Registro Eletrônico:
Aceito: 04/06/2025 09:41:41
ID: d1086c15-a0ca-4a83-ba8e-0c25d392d57a

Fernando Fleury Salek fernando.salek@wilsonsons.com.br CEO Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by: Fernando Fleury Salek A0BA3747A976414... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 177.26.79.10 Assinado com o uso do celular	Enviado: 04/06/2025 09:32:13 Visualizado: 04/06/2025 09:52:36 Assinado: 04/06/2025 09:53:16

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Aceito: 07/05/2019 17:47:01
ID: 40da136d-5ee3-40c6-859e-3f25fe7a33f1

José Francisco Gouvêa Vieira jfgv@eagv.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by: 051A72EB7D47412... Adoção de assinatura: Desenhado no dispositivo Usando endereço IP: 191.57.15.2 Assinado com o uso do celular	Enviado: 04/06/2025 09:32:12 Visualizado: 04/06/2025 09:33:36 Assinado: 04/06/2025 09:33:52

Termos de Assinatura e Registro Eletrônico:
Aceito: 05/09/2023 12:22:41
ID: b2703de8-b98b-4533-a044-8f452e895545

Eventos do signatário	Assinatura	Registro de hora e data
MAURO MOREIRA mauro.moreira2107@gmail.com Nível de segurança: E-mail, Autenticação da conta (Nenhuma) **Termos de Assinatura e Registro Eletrônico:** Aceito: 06/09/2023 16:57:21 ID: 70ba0cea-37b4-4c20-b948-f3d4c16e57d1	Signed by: MAURO MOREIRA 7386E3735991496... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 172.225.206.57 Assinado com o uso do celular	Enviado: 04/06/2025 09:32:12 Visualizado: 04/06/2025 10:13:40 Assinado: 04/06/2025 10:13:57
Roberta Lourenço do Carvalhal Couto roberta.carvalhal@wilsonsons.com.br Gerente Geral Jurídica Tecon Salvador S/A Nível de segurança: E-mail, Autenticação da conta (Nenhuma) **Termos de Assinatura e Registro Eletrônico:** Aceito: 04/06/2025 09:40:47 ID: 9996079f-2cf2-4ebf-b2ab-cafb49e694cf	DocuSigned by: Roberta Lourenço do Carvalhal Couto 2361A49DBD9D4ED... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.3.205.242	Enviado: 04/06/2025 09:32:11 Visualizado: 04/06/2025 09:40:47 Assinado: 04/06/2025 09:41:00

Eventos do signatário presencial	Assinatura	Registro de hora e data

Eventos de entrega do editor	Status	Registro de hora e data

Evento de entrega do agente	Status	Registro de hora e data

Eventos de entrega intermediários	Status	Registro de hora e data

Eventos de entrega certificados	Status	Registro de hora e data

Eventos de cópia	Status	Registro de hora e data
Caroline Bernat Cardoso caroline.bernat@wilsonsons.com.br Gerente Jurídico Wilson Sons Nível de segurança: E-mail, Autenticação da conta (Nenhuma) **Termos de Assinatura e Registro Eletrônico:** Não oferecido através da Docusign	**Copiado**	Enviado: 04/06/2025 09:32:13

Eventos com testemunhas	Assinatura	Registro de hora e data

Eventos do tabelião	Assinatura	Registro de hora e data

Eventos de resumo do envelope	Status	Carimbo de data/hora
Envelope enviado	Com hash/criptografado	04/06/2025 09:32:13
Entrega certificada	Segurança verificada	04/06/2025 09:40:47
Assinatura concluída	Segurança verificada	04/06/2025 09:41:00
Concluído	Segurança verificada	04/06/2025 10:13:57

Eventos de pagamento	Status	Carimbo de data/hora

Termos de Assinatura e Registro Eletrônico

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WILSON SONS S.A.
Public Company
CNPJ N°33.130.691/0001-05
NIRE 33.3.00337431

MINUTES OF THE EXTRAORDINARY MEETING OF THE BOARD OF DIRECTORS

Date, Time and Place: The meeting was held on June 4, 2025, at 09:30 a.m. BRT, via videoconference.

Convening: Conducted in accordance with Article 12, §2 of the Company's Bylaws.

Attendance: All members of the Company's Board of Directors were present: Mr. Augusto Cezar Tavares Baião, Mr. Fernando Fleury Salek, Mr. Mauro Moreira, Mr. Cláudio Roberto Frischtak, and Mr. José Francisco Gouvêa Vieira.

Chair: Mr. Augusto Cezar Tavares Baião assumed the chair of the meeting and invited me, Roberta Carvalhal, to act as secretary.

Quorum and Installation: The quorum was verified with the presence of all members of the Board of Directors, and the meeting was validly installed. The Directors present approved the drafting of these minutes in summary form.

Agenda:

1) To appoint two new members to compose the Company's Board of Directors.

Resolutions: The members of the Board of Directors approved unanimously, with the favorable vote of all present, on the matters described below:

1) Considering the resignation of Mr. William Henry Salomon and Mr. Christopher Townsend from their respective positions on the Board of Directors, which became effective on this date, as set forth in the "*Term of Transaction and Release and the Resignation Letters*", the members of the Board of Directors approved, without reservations, pursuant to Article 11, paragraph 6 of the Company's Bylaws and Article 150 of Law No. 6.404/76, the election of the following new members, in order to fill the vacant positions on the Board of Directors, whose terms shall commence on 4 June 2025 and conclude on the date of the first General Meeting to be held by the Company:

(i) **Mr. Hugues Ronan Favard**, French, married, accountant, passport holder No. 23EH95994, domiciled at 12 14 Chemin Rieu, 1208, Geneva, Switzerland; and

(ii) **Mr. Elber Alves Justo**, Brazilian, married, business administrator, holder of identity document RG No. 14.945.651- SSP/SP, enrolled in the CPF under No. 197.480.778-96, domiciled at Avenida Ana Costa No. 291, 4th floor, Gonzaga, in the city of Santos, state of São Paulo, ZIP code 11060-917.

The elected members of the Board of Directors shall be invested in their positions upon signing their respective terms of office, in which they shall ratify that they meet the applicable eligibility requirements under Law No. 6.404/76 and CVM Resolution No. 80/2022, in accordance with applicable law.

It is noted that the Company and both Mr. William Henry Salomon and Mr. Christopher Townsend granted mutual, unrestricted, and irrevocable discharge, and nothing else may be demanded, received, or claimed, for any reason, in connection, directly or indirectly, with the positions held by the resigning members on the Company's Board of Directors, pursuant to the Term of Transaction and Release executed between the Company and the resigning members.

Closing: There being no further business to discuss, the meeting was suspended for the time necessary to draft these minutes, which were read, approved, and signed by all present.

Rio de Janeiro, 4 June 2025.

Augusto Cezar Tavares Baião	Fernando Fleury Salek
José Francisco Gouvêa Vieira	Mauro Moreira
Cláudio Roberto Frischtak	Roberta Carvalhal Secretary

(This page is an integral part of the minutes of the meeting of the Board of Directors of Wilson Sons S.A. held on June 4, 2025, at 09:30 a.m.)